

FILED

FEB 10 2000

KEVIN E. O'BRIEN, CLERK
UNITED STATES
BANKRUPTCY COURT
FOR THE DISTRICT OF ARIZONA

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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF ARIZONA

In Re)	Proceedings Under Chapter 11
)	
BCE WEST, L.P. et al.,	)	Case No. B98-12547-ECF-CGC through 98-
	)	12570-ECF-CGC
Debtors.	)	Jointly Administered
)	
	)	ORDER APPROVING AMENDED
	)	DISCLOSURE STATEMENT AND
	)	ABBREVIATED DISCLOSURE STATEMENT
	)	AND FIXING TIME FOR FILING
	)	ACCEPTANCES OR REJECTIONS OF
	)	SECOND AMENDED PLAN, COMBINED
	)	WITH NOTICE THEREOF

20 **BOSTON CHICKEN, INC** ("BCI") and the affiliated debtors and debtors in
21 possession of the above administratively consolidated chapter 11 cases (the "Debtors") having
22 filed the "Debtors' Amended Plan Dated February 17, 2000" (the "Plan"), an amended
23 disclosure statement under Chapter 11 of the Bankruptcy Code (the "Disclosure Statement"),
24 and an abbreviated version of the disclosure statement (the "Abbreviated Disclosure
Statement") to be sent to those subordinated creditors and equity interest holders that will
receive nothing under the Plan, on February 17, 2000; and

25 It having been determined after hearing on notice that the Disclosure Statement and the
26 Abbreviated Disclosure Statement contain adequate information for the parties to receive them;

27 IT IS ORDERED, and notice is hereby given that:

1 A The Disclosure Statement and the Abbreviated Disclosure Statement are
2 approved. The Disclosure Statement will be served upon those classes of Creditors who are
3 entitled to vote on the Plan. The Abbreviated Disclosure Statement will be served upon those
4 subordinated creditors and interest holders who are deemed to have rejected the Plan because
5 they will be receiving no distribution under the Plan consisting of Classes 6, 7, and 9 through
6 12 in BCI Plan Classes 5 and 6 in the BC Real Estate, Inc. Plan and classes 6 through 9,
7 inclusive, in the Plan of each of the other Debtors.

8 B March 22, 2000 is fixed as the last day for filing written acceptances or
9 rejections of the Plan. In order to be counted, such acceptances or rejections must actually be
10 received by the balloting agent at one of the two address set forth below:

11 BY MAIL

12 BCI Tabulation
13 c/o King & Associates
14 P.O. Box 2742
15 Carefree, Arizona 85377-2742

16 BY COURIER

17 BCI Tabulation
18 c/o King & Associates
19 7301 East Sundance Trail
20 Suite C-201
21 Carefree, Arizona 85377-2742


22 C On or before February 23, 2000, the Debtors shall cause to be served upon those
23 creditors entitled to vote on the Plan, copies of the Plan, the Disclosure Statement, this Order,
24 and a Ballot substantially conforming to Official Form 14, and shall serve on those creditors
25 and equity interest holders in the classes, described in paragraph B. above, the Abbreviated
26 Disclosure Statement and a copy of this Order. The Debtors shall cause all of such pleadings to
27 be served on the office of the United States Trustee on or before that date.

28 D April 4, 2000 at 10:00 A.M. before the undersigned in his Courtroom 6, 2929
North Central Avenue, 10th floor, Phoenix, Arizona 85012, is hereby set as the date, time and
place that the Court will conduct a preliminary confirmation hearing. At the preliminary
hearing, the Court will consider the status of the confirmation objections and related discovery
matters. Based on such matters the Court will set a date and time for a final confirmation
hearing, which hearing shall be set to commence not later than the week of May 8, 2000.
Notice of the final confirmation hearing shall be provided in open Court at the April 4, 2000
hearing, but no further notice of the continued hearing date with respect to confirmation will be
served on those creditors or equity interest holders who do not attend that confirmation hearing.

 E March 22, 2000, is fixed as the last day for filing and serving pursuant to
Federal Rule of Bankruptcy Procedure 3020(b)(1) written objections to confirmation of the
Plan.

FEBRUARY 18, 2000

By The Court



CHARLES G. CASE II
United States Bankruptcy Judge